

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

THE DEPARTMENT OF THE TREASURY
OF THE STATE OF NEW JERSEY AND
ITS DIVISION OF INVESTMENT,

Plaintiff,

v.

CLIFFS NATURAL RESOURCES INC.,
JOSEPH CARRABBA, LAURIE BRLAS,
TERRY PARADIE and DAVID B. BLAKE

Defendants.

Case No. 1:14-CV-01031-DAP

Judge Dan Aaron Polster

**MOTION FOR LEAVE TO WITHDRAW AND SUBSTITUTION OF COUNSEL FOR
DEFENDANTS CLIFFS NATURAL RESOURCES INC., JOSEPH CARRABBA,
LAURIE BRLAS, TERRANCE PARADIE, AND DAVID B. BLAKE**

Pursuant to Local Rule 83.9, having provided written notice to defendants Cliffs Natural Resources Inc., Joseph Carrabba, Laurie Brlas, Terrance Paradie, and David B. Blake (collectively, “Defendants”) and providing notice to all other parties with this filing, attorneys Gregory A. Markel, Martin L. Seidel, and Gillian Groarke Burns of Cadwalader, Wickersham & Taft LLP, One World Financial Center, New York, New York 10281, and Christopher S. Williams, Kimberly Moses, and Eric S. Zell of Calfee, Halter & Griswold LLP, 1405 East Sixth Street, Cleveland, Ohio 44114 hereby move the Court for permission to withdraw as counsel for Defendants in the captioned matter, and substitute John M. Newman, Jr., Geoffrey J. Ritts, and Adrienne Ferraro Mueller of Jones Day, 901 Lakeside Ave., Cleveland, Ohio 44114, in place of the law firms of Cadwalader, Wickersham & Taft LLP and Calfee, Halter & Griswold LLP, as counsel of record for Defendants in this action.

This substitution serves to reinstitute original counsel to all Defendants in the captioned action, reflects the Company's more general decision to restore its previous approach of concentrating a number of corporate and litigation assignments locally with Jones Day as outside counsel, and—given Jones Day's prior involvement in the litigation and the timing of this substitution—is not expected to cause any delay. Similar motions for substitution of counsel also are being filed in *Rosenberg v. Cliffs Natural Resources, Inc., et al.*, Case No. 1:14-cv-1531, which also is pending in the United States District Court for the Northern District of Ohio, and *Black v. Carrabba, et al.*, Case No. CV-14-827803, *Williams v. Carrabba, et al.*, Case No. CV-14-829499, and *Asmussen v. Carrabba, et al.*, Case No. CV-14-829259, all of which are pending in the Court of Common Pleas of Cuyahoga County, Ohio.

Dated: March 16, 2015

Respectfully submitted,

/s/ Gregory A. Markel (by consent)

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*Attorneys for Defendants Cliffs Natural Resources Inc.,
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on March 16, 2015, a copy of the foregoing Motion For Leave To Withdraw and Substitution of Counsel For Defendants Cliffs Natural Resources Inc., Joseph Carrabba, Laurie Brlas, Terrance Paradie, and David B. Blake was filed electronically with the Court. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. All other parties will be served by regular U.S. mail. Parties may access this filing through the Court's system.

/s/ Adrienne Ferraro Mueller

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